

ORIGINAL

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X

BERKSHIRE PARTNERS LLC,

Plaintiff/Counterclaim-defendant,

- against -

BALL CORPORATION,

Defendant/Counterclaim-plaintiff.

----- X

No. 08-CV-00556 (GEL)

**Electronically filed  
ECF Case**

**NOTICE OF MOTION  
FOR ADMISSION  
PRO HAC VICE OF  
CHARLES F. SMITH**

PLEASE TAKE NOTICE that, upon the annexed Affirmation of Lauren E. Aguiar, the Affidavit of Charles F. Smith, and attachments thereto, submitted herewith, Ball Corporation, through the undersigned, will move this Court before the Honorable Gerard E. Lynch, at the United States Courthouse, 500 Pearl Street, New York, New York 10007, as soon as counsel may be heard, for an order pursuant to Rule 1.3(c) of the Rules of the United States District Court for the Southern District of New York, admitting Charles F. Smith to practice *pro hac vice* in the above-captioned matter. For the Court's convenience, a form of Order is annexed hereto.

Dated: New York, New York  
February 20, 2008

FEB 20 2008

925-642645

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Lauren Aguiar", is written over a horizontal line.

Lauren E. Aguiar  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
Tel: (212) 735-3000

Attorney for Ball Corporation

*Of Counsel*

Charles F. Smith  
Ryan A. Horning  
Christie O. Tate  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X	
BERKSHIRE PARTNERS LLC,	:
	:
Plaintiff/Counterclaim-defendant,	:
	:
- against -	:
	:
BALL CORPORATION,	:
	:
Defendant/Counterclaim-plaintiff.	:
	:
	:
	:
	:
	:
----- X	

No. 08-CV-00556 (GEL)

**Electronically filed  
ECF Case**

**AFFIRMATION OF  
LAUREN E. AGUIAR  
IN SUPPORT OF  
MOTION FOR ADMISSION  
PRO HAC VICE**

Lauren E. Aguiar, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a member of the law firm Skadden, Arps, Slate, Meagher & Flom LLP, counsel in this matter for Ball Corporation. I am a member of the bar of the State of New York and admitted to practice in the United States District Court for the Southern District of New York.

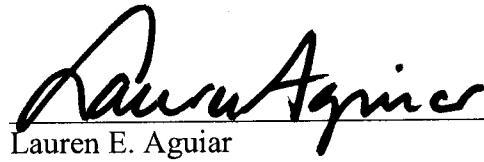
2. I make this affirmation in support of the motion, pursuant to Local Rule 1.3(c), for the admission of Charles F. Smith to practice *pro hac vice* in the above-captioned matter. I know Mr. Smith to be of the highest character and fully recommend his admission. Mr. Smith serves as counsel to Ball Corporation. (See Affidavit of Charles F. Smith, annexed hereto).

3. As shown in the Certificate of Admission annexed to his affidavit in support of his admission *pro hac vice*, Mr. Smith is a member in good standing of the bar of Illinois. He is familiar with the Federal Rules of Civil Procedure and with the

Rules of the United States District Court for the Southern District of New York. (See  
Affidavit of Charles F. Smith annexed hereto).

I declare under penalty of perjury that the foregoing is true and correct.

Dated: February 20, 2008

  
Lauren E. Aguiar

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X

BERKSHIRE PARTNERS LLC,

Plaintiff/Counterclaim-defendant,

- against -

BALL CORPORATION,

Defendant/Counterclaim-plaintiff.

No. 08-CV-00556 (GEL)

**Electronically filed**  
**ECF Case**

**AFFIDAVIT OF  
CHARLES F. SMITH  
IN SUPPORT OF  
MOTION FOR ADMISSION  
PRO HAC VICE**

----- X

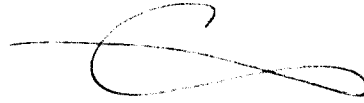
STATE OF ILLINOIS )  
 )ss:  
COUNTY OF COOK )

Charles F. Smith, being duly sworn, deposes and states that:

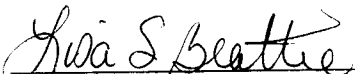
1. I am counsel in this matter for Ball Corporation.
2. I make this affidavit in support of the motion for my admission to practice *pro hac vice* in the above-captioned matter.
3. I am member of the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Chicago, Illinois 60606, telephone number (312) 407-0700, facsimile number (312) 407-0411.

4. As shown in the Certificate of Admission annexed hereto, I am a member in good standing of the bar of Illinois. I am admitted to practice before the United States District Court for the Northern District of Illinois. I am familiar with the Federal Rules of Civil Procedure and with the Rules of the United States District Court for the Southern District of New York.



  
Charles F. Smith

Sworn to before me  
this 19<sup>th</sup> day of February 2008.

  
Notary Public

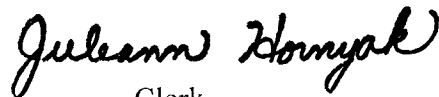
## **Certificate of Admission To the Bar of Illinois**

I, Juleann Hornyak, Clerk of the Supreme Court of Illinois, do hereby certify that

Charles F. Smith, Jr.

has been duly licensed and admitted to practice as an Attorney and Counselor of Law within this State; has duly taken the required oath to support the CONSTITUTION OF THE UNITED STATES and of the STATE OF ILLINOIS, and also the oath of office prescribed by law, that said name was entered upon the Roll of Attorneys and Counselors in my office on November 5, 1987 and is in good standing, so far as the records of this office disclose.

In Witness Whereof, I have hereunto  
placed my hand and affixed the seal  
of said Supreme Court, at Springfield,  
in said State, this Friday, February 08, 2008.

A handwritten signature in black ink, reading "Juleann Hornyak". The signature is written in a cursive, flowing style.

Clerk

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X		
BERKSHIRE PARTNERS LLC,	:	
	:	
Plaintiff/Counterclaim-defendant,	:	No. 08-CV-00556 (GEL)
	:	
- against -	:	
	:	<b>Electronically filed</b>
BALL CORPORATION,	:	<b><u>ECF Case</u></b>
	:	
Defendant/Counterclaim-plaintiff.	:	<b>ORDER</b>
	:	
	:	
	:	
----- X		

Upon consideration of the foregoing Notice of Motion for Admission *Pro Hac Vice* of Charles F. Smith, and good cause having been shown,

IT IS SO ORDERED, this \_\_\_\_ day of February 2008, that such motion is GRANTED.

---

GERARD E. LYNCH  
UNITED STATES DISTRICT JUDGE

CERTIFICATE OF SERVICE

The undersigned, an attorney duly admitted to practice law before this Court, hereby certifies under penalty of perjury, that on February 20, 2008, I caused a true copy of the

- *Notice of Motion for Admission Pro Hac Vice of Ryan A. Horning with the annexed Affirmation of Lauren E. Aguiar in Support of Motion for Admission Pro Hac Vice dated February 20, 2008, Affidavit of Ryan A. Horning in Support of Motion for Admission Pro Hac Vice sworn to on the 19<sup>th</sup> day of February 2008 and [Proposed] Order,*
- *Notice of Motion for Admission Pro Hac Vice of Christie O. Tate with the annexed Affirmation of Lauren E. Aguiar in Support of Motion for Admission Pro Hac Vice dated February 20, 2008, Affidavit of Christie O. Tate in Support of Motion for Admission Pro Hac Vice sworn to on the 19<sup>th</sup> day of February 2008 and [Proposed] Order and*
- *Notice of Motion for Admission Pro Hac Vice of Charles F. Smith with the annexed Affirmation of Lauren E. Aguiar in Support of Motion for Admission Pro Hac Vice dated February 20, 2008, Affidavit of Charles F. Smith in Support of Motion for Admission Pro Hac Vice sworn to on the 19<sup>th</sup> day of February 2008 and [Proposed] Order*

to be served upon the following party by hand delivery:

Jerome C. Katz  
Ropes & Gray LLP  
1211 Avenue of the Americas  
New York, NY 10036

Dated: New York, New York  
February 20, 2008

  
Steven Ray Katzenstein